

**MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS
OF
RIVER HAWK AVIATION, INC.**

May 16, 2011 Ed W

A meeting of the Board of Directors of River Hawk Aviation, Inc., a Nevada corporation, was held telephonically pursuant to notice on May 16, 2011. Present were Messrs. Calvin Humphrey, Roger Larreur, Mike Opheim, ~~Fred Breedan~~, constituting a majority of the Board and a quorum for the transaction of business. Also present by invitation were Brian Humphrey, Vice President, Richard M. Mitchell, Esq. and Geoffrey T. Chalmers, Esq., counsels for the Company.

Mr. Humphrey acted as Chairman and kept the minutes.

Mr. Humphrey presented a summary of the financial condition of the Company. He and Brian Humphrey also summarized the course of negotiations with various creditors of the Company, including the City of Hickory and holders of the RBC Note and the BB&T Note. He stated that, given the financial condition of the Company, pressure from creditors for payment and the Company's inability to pay its obligations as they came due, on advice of counsel he and other members of the management team had concluded that the only alternative was for the Company and its subsidiaries to seek the protection of the bankruptcy court if the Company had any chance of survival as a going concern and repaying its creditors.

At the request of the Chairman, Mr. Mitchell presented a description of a Chapter 11 bankruptcy proceeding and the likely procedures and consequences for the Company.

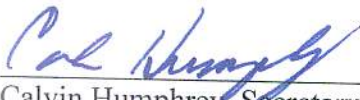
Whereupon, after a full discussion and upon motion duly made and seconded, the following resolutions were adopted by majority vote of those Directors present:

RESOLVED: That River Hawk Aviation, Inc. and its subsidiaries file a petition or petitions for reorganization pursuant to Chapter 11 of Title 11 of the United States Bankruptcy Code and pursue the proceedings to a complete resolution; and

FURTHER

RESOLVED: That Calvin Humphrey and/or one or more other appropriate officers of the Company be and he or she is hereby authorized to file the petition(s) on behalf of the Company and subsidiaries and to do all such other and further acts and things as, on advice of counsel, as may be necessary or desirable to carry out the purposes of the foregoing resolution.

There being no further business to come before the meeting it was, on motion duly made and seconded, adjourned.



Calvin Humphrey, Secretary

Document Page 2 of 26

River Hawk Aviation, Inc.
3103 9th Avenue Dr., NW
Hickory, NC 28601

Richard M. Mitchell
Mitchell & Culp PLLC
1001 Morehead Square Drive, St
Charlotte, NC 28203

Aerologistics Investment Part.
Attn: Mike Humphrey
3103 9th Ave Dr., NW
Hickory, NC 28601

Aerologistics Investment Part.
Attn: Mike Humphrey
3103 9th Ave. Dr. NW
Hickory, NC 28601

Aerologistics Investment Part.
Attn: Mike Humphrey
3103 9th Ave. Drive, NW
Hickory, NC 28601

ASZ Capital
c/o Diane Uryasz
3000 Arbordale Dr.
Travers City, MI 49685

NC Dept. of Revenue
P.O. Box 1168
Raleigh, NC 27602-1168

Bloomberg, LP
499 Park Avenue
New York, NY 10022

Business Wire
40 East 52nd St.
New York, NY 10022

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Calvin Humphrey
24734 Bogey Ridge
San Antonio, TX 78258

Carol Smith
2975 Ramblewood Rd.
Granite Falls, NC 28630

Carrol Smith
2975 Ramblewood Rd.
Granite Falls, NC 28630

Chesscom Consultants
c/o Thomas K. Jolitz
417 Barlow St.
Travers City, MI 49686

City County Tax Coll.
Collection Division
P.O. Box 31637
Charlotte, NC 28231

Colbie Pacific Capital
10621 Bloomfield, St. 31
Los Alamitos, CA 90720

DHL
1210 South Pine Island Rd.
4th Floor
Plantation, FL 33324

ECI Holdings Trust
Attn: Wm. M. Conklin, Trustee
10127 E. Grandview Ct.
Travers City, MI 49684

Executive Air Limited
Attn: John Ackie
c/o Fred Devore
1321 E. Morehead St.
Charlotte, NC 28204

Document Page 4 of 26
Fiesta Airline Holdings
Attn: Steven Hintsala
417 Barlow St.
Travers City, MI 49686

Financial Relations Board
304 Park Avenue, So.
New York, NY 10010

Global Developments
Attn: Daniel Baxter
1960 - 143 St.
Surrey, British Columbia V4A7Z2
Canada

I.R.S.
Special Procedures
320 Federal Pl.
Room 335
Greensboro, NC 27401

I.R.S.
P.O. Box 21126
Philadelphia, PA 19114

Internal Revenue Service
P.O. Box 21126
Philadelphia, PA 19114-0326

Ivan Figueroa
c/o Peter J. Porrata
Capital Center, S. Tower #602
239 Arterial Hostos Avenue
San Juan, PR 00918-1476

Joan Jolitz
417 Barlow St.
Traverse City, MI 49686

Nall & Miller, LLP
235 Peachtree St. NE
Suite 1500
North Tower
Atlanta, GA 30303-1401

Document Page 5 of 26
NC Department of Revenue
Bankruptcy Unit
P.O. Box 1168
Raleigh, NC 27602-1168

Nordar Ventures, LLC
43 Corbin Dr.
Darien, CT 06820

Office Ventures, LLC
954 Business Park Dr.
Traverse City, MI 49686

Rhonda Witkop
8128 Worden Rd.
Beulah, MI 49617-9784

Richard Girouard
Attn: Tim Butler
43 Corbin Dr.
Darien, Connecticut 06820

Richard Girouard
Attn: Tim Butler
43 Corbin Dr.
Darlen, Conn. 06820

Robert Scott
954 Business Park Dr., #4
Travers City, MI 49686

Roger Larreur
9898 Brightwater Dr.
Fishers, IN 46038

Sky Vantage
5526 West 13400 So., #207
Herriman, UT 84096

Document Page 6 of 26
Southland Holding Corp.
Attn: Tom Jolitz
417 Barlow St.
Traverse City, MI 49686

Steven Hinstsala
417 Barlow St.
Travers City, MI 49686

The Otto Law Group, PLLC
Attn: David Otto Trade
601 Union St.
Suite 4500
Seattle, WA 98101

Thomas C. Cook, LTD
500 N. Rainbow Blvd., #300
Las Vegas, NV 89107

Tom Jolitz
417 Barlow St.
Traverse City, MI 49686

US Attorney's Office
227 W. Trade St.
17th Fl.
Charlotte, NC 28202

US Bankruptcy Adm.
402 W. Trade St.
Room 200
Charlotte, NC 28202-1669

UTMI, Inc.
6472 S. Straits Hwy.
Indian River, MI 49749

WS Holdings
c/o Rhonda Witkop
8128 Worden Rd.
Beulah, MI 49617-9784

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NORTH CAROLINA
WILKESBORO DIVISION

In re: River Hawk Aviation, Inc.
Debtor

Case No. _____
Chapter 11

VERIFICATION OF CREDITOR MATRIX

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of **5** sheet(s) is complete, correct and consistent with the debtor's schedules pursuant to Local Bankruptcy Rules and I/we assume all responsibility for errors and omissions.

Dated: 5/18/2011

Signed: s/ Calvin Humphrey
Calvin Humphrey

Signed: _____
Richard M. Mitchell
Attorney for Debtor(s)
Bar no.: **3034**
Mitchell & Culp PLLC
1001 Morehead Square Drive, Ste. 330
Charlotte, NC 28203
Telephone No.: **(704) 333-0630**
Fax No.: **(704) 333-4975**
E-mail address:

United States Bankruptcy Court
Western District of North Carolina
Wilkesboro Division

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): River Hawk Aviation, Inc.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): formerly Viva International, Inc.	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all): 22-3537927	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): 3103 9th Avenue Dr., NW Hickory, NC	Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE 28601	ZIP CODE
County of Residence or of the Principal Place of Business: Catawba	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): 3103 9th Avenue Dr., NW Hickory, NC	Mailing Address of Joint Debtor (if different from street address):
ZIP CODE 28601	ZIP CODE

Location of Principal Assets of Business Debtor (if different from street address above): 3103 9th Avenue Dr., NW, Hickory, NC	ZIP CODE 28601
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Type of Debtor (Form of Organization) (Check one box.)	Nature of Business (Check one box)	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)
<input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.) _____	<input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other _____ Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code.)	<input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
		Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.

Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b) See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes <input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information <input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input checked="" type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000	
Estimated Assets <input checked="" type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	

Voluntary Petition (This page must be completed and filed in every case)		Document Name of Debtor(s): River Hawk Aviation, Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed: NONE		Case Number:	Date Filed:
Location Where Filed:		Case Number:	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: NONE		Case Number:	Date Filed:
District:		Relationship:	Judge:
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b). X Not Applicable Signature of Attorney for Debtor(s) _____ Date _____	
Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No			
Exhibit D (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box) <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.) <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following). _____ (Name of landlord that obtained judgment) _____ (Address of landlord) <input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Document Name of Debtor(s). River Hawk Aviation, Inc.
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct.</p> <p>[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.</p> <p>[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X Not Applicable _____ Signature of Debtor</p> <p>X Not Applicable _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of Title 11, United States Code. Certified Copies of the documents required by § 1515 of title 11 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the Chapter of title 11 specified in the petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X Not Applicable _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>
<p style="text-align: center;">Signature of Attorney</p> <p>X _____ Signature of Attorney for Debtor(s)</p> <p>Richard M. Mitchell Bar No. 3034 _____ Printed Name of Attorney for Debtor(s) / Bar No.</p> <p>Mitchell & Culp PLLC _____ Firm Name</p> <p>1001 Morehead Square Drive, Ste. 330 Charlotte, NC 28203 _____ Address</p> <p>(704) 333-0630 (704) 333-4975 _____ Telephone Number</p> <p>5/18/2011 _____ Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>Not Applicable _____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X Not Applicable _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach to the appropriate official form for each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p>
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X s/ Calvin Humphrey _____ Signature of Authorized Individual</p> <p>Calvin Humphrey _____ Printed Name of Authorized Individual</p> <p>Secretary _____ Title of Authorized Individual</p> <p>5/18/2011 _____ Date</p>	<p>X Not Applicable _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach to the appropriate official form for each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p>

**United States Bankruptcy Court
Western District of North Carolina
Wilkesboro Division**

In re River Hawk Aviation, Inc., Case No. _____
Debtor Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
Southland Holding Corp. Attn: Tom Jolitz 417 Barlow St. Traverse City, MI 49686	Tom Jolitz 206-262-9545 Southland Holding Corp. Attn: Tom Jolitz 417 Barlow St. Traverse City, MI 49686	Trade	DISPUTED	\$767,714.81
The Otto Law Group, PLLC Attn: David Otto Trade 601 Union St. Suite 4500 Seattle, WA 98101	David Otto Trade 206-262-9545 The Otto Law Group, PLLC Attn: David Otto Trade 601 Union St. Suite 4500 Seattle, WA 98101		DISPUTED	\$568,210.37
Colbie Pacific Capital 10621 Bloomfield, St. 31 Los Alamitos, CA 90720	Account Receivable 562-430-0110 Colbie Pacific Capital 10621 Bloomfield, St. 31 Los Alamitos, CA 90720	Trade	DISPUTED	\$535,543.27
Executive Air Limited Attn: John Ackie c/o Fred Devore 1321 E. Morehead St. Charlotte, NC 28204	John Ackie 704-377-5242 Executive Air Limited Attn: John Ackie c/o Fred Devore 1321 E. Morehead St. Charlotte, NC 28204	Trade	DISPUTED	\$180,000.00
Chesscom Consultants c/o Thomas K. Jolitz 417 Barlow St. Travers City, MI 49686			DISPUTED	\$109,847.72
WS Holdings c/o Rhonda Witkop 8128 Worden Rd. Beulah, MI 49617-9784		Trade	DISPUTED	\$82,908.41

B4 (Official Form 4) (12/07)4 -Cont.

In re River Hawk Aviation, Inc., Case No. _____
Debtor Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
ECI Holdings Trust Attn: Wm. M. Conklin, Trustee 10127 E. Grandview Ct. Traverse City, MI 49684		Trade	DISPUTED	\$82,862.97
Tom Jolitz 417 Barlow St. Traverse City, MI 49686		Trade	DISPUTED	\$64,837.28
Global Developments Attn: Daniel Baxter 1960 - 143 St. Surrey,British Columbia V4A7Z2 Canada	Daniel Baxter 604-377-5714 Global Developments Attn: Daniel Baxter 1960 - 143 St. Surrey,British Columbia V4A7Z2 Canada	Trade	DISPUTED	\$50,000.00
Financial Relations Board 304 Park Avenue, So. New York, NY 10010		Trade	DISPUTED	\$13,750.78
ASZ Capital c/o Diane Uryasz 3000 Arbordale Dr. Traverse City, MI 49685		Trade	DISPUTED	\$8,512.60
Thomas C. Cook, LTD 500 N. Rainbow Blvd., #300 Las Vegas, NV 89107		Trade	DISPUTED	\$8,475.00

B4 (Official Form 4) (12/07)4 -Cont.

In re River Hawk Aviation, Inc., Case No. _____
Debtor Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
Fiesta Airline Holdings Attn: Steven Hintsala 417 Barlow St. Travers City, MI 49686		Trade	DISPUTED	\$7,385.00
Nall & Miller, LLP 235 Peachtree St. NE Suite 1500 North Tower Atlanta, GA 30303-1401		Trade	DISPUTED	\$6,810.00
Bloomberg, LP 499 Park Avenue New York, NY 10022	Customer Service 212-318-2000 Bloomberg, LP 499 Park Avenue New York, NY 10022	Trade	DISPUTED	\$6,375.00
Business Wire 40 East 52nd St. New York, NY 10022	Customer Service 212-752-9600 Business Wire 40 East 52nd St. New York, NY 10022	Trade	DISPUTED	\$5,700.00
Rhonda Witkop 8128 Worden Rd. Beulah, MI 49617-9784		Trade	DISPUTED	\$3,260.46
DHL 1210 South Pine Island Rd. 4th Floor Plantation, FL 33324	Customer Service DHL 1210 South Pine Island Rd. 4th Floor Plantation, FL 33324	Trade	DISPUTED	\$2,451.35

B4 (Official Form 4) (12/07)4 -Cont.

In re River Hawk Aviation, Inc., Case No. _____
Debtor Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, gov- ernment contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
Steven Hinstsala 417 Barlow St. Travers City, MI 49686		Trade	DISPUTED	\$2,436.56
Sky Vantage 5526 West 13400 So., #207 Herriman, UT 84096		Trade	DISPUTED	\$1,270.00

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, Calvin Humphrey, Secretary of the Corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date: 5/18/2011

Signature: s/ Calvin Humphrey

Calvin Humphrey ,Secretary

(Print Name and Title)

Penalty for making a false statement or concealing property. Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C §§ 152 and 3571.

B6F (Official Form 6F) (12/07)

In re River Hawk Aviation, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						
Aerologistics Investment Part. Attn: Mike Humphrey 3103 9th Ave Dr., NW Hickory, NC 28601		Insider				2,816,329.76
ACCOUNT NO.						
Aerologistics Investment Part. Attn: Mike Humphrey 3103 9th Ave. Dr. NW Hickory, NC 28601		Insider				525,000.00
ACCOUNT NO.						
Aerologistics Investment Part. Attn: Mike Humphrey 3103 9th Ave. Drive, NW Hickory, NC 28601		Insider				21,284.83
ACCOUNT NO.						
ASZ Capital c/o Diane Uryasz 3000 Arbordale Dr. Travers City, MI 49685		Dispute			X	8,512.60
ACCOUNT NO.						
Bloomberg, LP 499 Park Avenue New York, NY 10022		Dispute			X	6,375.00

7 Continuation sheets attached

Subtotal > \$ **3,377,502.19**

Total >

\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re River Hawk Aviation, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						
Business Wire 40 East 52nd St. New York, NY 10022		Dispute			X	5,700.00
ACCOUNT NO.						
Calvin Humphrey 24734 Bogey Ridge San Antonio, TX 78258		Insider				84,341.81
ACCOUNT NO.						
Calvin Humphrey 24734 Bogey Ridge San Antonio, TX 78258		Insider				236,475.90
ACCOUNT NO.						
Calvin Humphrey 24734 Bogey Ridge San Antonio, TX 78258		Secured				109,000.00
ACCOUNT NO.						
Carol Smith 2975 Ramblewood Rd. Granite Falls, NC 28630		Insider Dispute			X	6,000.00

Sheet no. 1 of 7 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	441,517.71
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re River Hawk Aviation, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.					X	Unknown
Carrol Smith 2975 Ramblewood Rd. Granite Falls, NC 28630		Insider Dispute				
ACCOUNT NO.					X	109,847.72
Chesscom Consultants c/o Thomas K. Jolitz 417 Barlow St. Travers City, MI 49686		Dispute				
ACCOUNT NO.					X	535,543.27
Colbie Pacific Capital 10621 Bloomfield, St. 31 Los Alamitos, CA 90720		Dispute				
ACCOUNT NO.					X	2,451.35
DHL 1210 South Pine Island Rd. 4th Floor Plantation, FL 33324		Dispute				
ACCOUNT NO.					X	82,862.97
ECI Holdings Trust Attn: Wm. M. Conklin, Trustee 10127 E. Grandview Ct. Travers City, MI 49684		Dispute				

Sheet no. 2 of 7 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	730,705.31
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re River Hawk Aviation, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						
Executive Air Limited Attn: John Ackie c/o Fred Devore 1321 E. Morehead St. Charlotte, NC 28204		Dispute			X	180,000.00
ACCOUNT NO.						
Fiesta Airline Holdings Attn: Steven Hintsala 417 Barlow St. Travers City, MI 49686		Dispute			X	7,385.00
ACCOUNT NO.						
Financial Relations Board 304 Park Avenue, So. New York, NY 10010		Dispute			X	13,750.78
ACCOUNT NO.						
Global Developments Attn: Daniel Baxter 1960 - 143 St. Surrey, British Columbia V4A7Z2 Canada		Disputed			X	50,000.00
ACCOUNT NO.						
Internal Revenue Service P.O. Box 21126 Philadelphia, PA 19114-0326						NPO

Sheet no. 3 of 7 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	251,135.78
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re River Hawk Aviation, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						
Ivan Figueroa c/o Peter J. Porrata Capital Center, S. Tower #602 239 Arterial Hostos Avenue San Juan, PR 00918-1476		Disputed			X	0.00
ACCOUNT NO.						
Joan Jolitz 417 Barlow St. Traverse City, MI 49686		Dispute			X	263.73
ACCOUNT NO.						
Nall & Miller, LLP 235 Peachtree St. NE Suite 1500 North Tower Atlanta, GA 30303-1401		Dispute			X	6,810.00
ACCOUNT NO.						
NC Dept. of Revenue P.O. Box 1168 Raleigh, NC 27602-1168						NPO
ACCOUNT NO.						
Nordar Ventures, LLC 43 Corbin Dr. Darien, CT 06820		Secured				150,000.00

Sheet no. 4 of 7 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	157,073.73
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re River Hawk Aviation, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						
Office Ventures, LLC 954 Business Park Dr. Traverse City, MI 49686		Dispute			X	1,126.38
ACCOUNT NO.						
Rhonda Witkop 8128 Worden Rd. Beulah, MI 49617-9784		Dispute			X	3,260.46
ACCOUNT NO.						
Richard Girouard Attn: Tim Butler 43 Corbin Dr. Darien, Connecticut 06820		Insider Dispute			X	208,480.00
ACCOUNT NO.						
Richard Girouard Attn: Tim Butler 43 Corbin Dr. Darlen, Conn. 06820		Dispute			X	6,000.00
ACCOUNT NO.						
Richard Girouard Attn: Tim Butler 43 Corbin Dr. Darien, Connecticut 06820		Insider Dispute			X	44,305.30

Sheet no. 5 of 7 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$ 263,172.14
Total >	\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re River Hawk Aviation, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						
Robert Scott 954 Business Park Dr., #4 Travers City, MI 49686		Insider Dispute			X	123,287.01
ACCOUNT NO.						
Roger Larreur 9898 Brightwater Dr. Fishers, IN 46038		Insider				6,000.00
ACCOUNT NO.						
Sky Vantage 5526 West 13400 So., #207 Herriman, UT 84096		Dispute			X	1,270.00
ACCOUNT NO.						
Southland Holding Corp. Attn: Tom Jolitz 417 Barlow St. Traverse City, MI 49686		Dispute			X	767,714.81
ACCOUNT NO.						
Steven Hinstsala 417 Barlow St. Travers City, MI 49686		Dispute			X	2,436.56

Sheet no. 6 of 7 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$ 900,708.38
Total >	\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re River Hawk Aviation, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						
The Otto Law Group, PLLC Attn: David Otto Trade 601 Union St. Suite 4500 Seattle, WA 98101		Disputed			X	568,210.37
ACCOUNT NO.						
Thomas C. Cook, LTD 500 N. Rainbow Blvd., #300 Las Vegas, NV 89107		Dispute			X	8,475.00
ACCOUNT NO.						
Tom Jolitz 417 Barlow St. Traverse City, MI 49686		Dispute			X	64,837.28
ACCOUNT NO.						
UTMI, Inc. 6472 S. Straits Hwy. Indian River, MI 49749		Dispute			X	631.05
ACCOUNT NO.						
WS Holdings c/o Rhonda Witkop 8128 Worden Rd. Beulah, MI 49617-9784		Dispute			X	82,908.41

Sheet no. 7 of 7 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	725,062.11
Total >	\$	6,846,877.35

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6 Summary (Official Form 6 - Summary) (12/07)

**United States Bankruptcy Court
Western District of North Carolina
Wilkesboro Division**

In re **River Hawk Aviation, Inc.**,
Debtor

Case No. _____
Chapter **11**

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	NO	0	\$ 0.00		
B - Personal Property	NO	0	\$ 0.00		
C - Property Claimed as Exempt	NO				
D - Creditors Holding Secured Claims	NO	0		\$ 0.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	NO	0		\$ 0.00	
F - Creditors Holding Unsecured Nonpriority Claims	YES	8		\$ 6,846,877.35	
G - Executory Contracts and Unexpired Leases	NO	0			
H - Codebtors	NO	0			
I - Current Income of Individual Debtor(s)	NO	0			\$
J - Current Expenditures of Individual Debtor(s)	NO	0			\$
TOTAL		8	\$ 0.00	\$ 6,846,877.35	

**United States Bankruptcy Court
Western District of North Carolina
Wilkesboro Division**

In re **River Hawk Aviation, Inc.**
Debtor

Case No. _____
Chapter **11**

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

☐ Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	\$ 0.00
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	\$ 0.00
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	\$ 0.00
Student Loan Obligations (from Schedule F)	\$ 0.00
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E.	\$ 0.00
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	\$ 0.00
TOTAL	\$ 0.00

State the following:

Average Income (from Schedule I, Line 16)	\$ 0.00
Average Expenses (from Schedule J, Line 18)	\$ 0.00
Current Monthly Income (from Form 22A Line 12; OR , Form 22B Line 11; OR , Form 22C Line 20)	\$ 0.00

**United States Bankruptcy Court
Western District of North Carolina
Wilkesboro Division**

In re **River Hawk Aviation, Inc.**
Debtor

Case No. _____
Chapter **11**

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		\$ 0.00
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column.	\$ 0.00	
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		\$ 0.00
4. Total from Schedule F		\$ 6,846,877.35
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		\$ 6,846,877.35

B6 Declaration (Official Form 6 - Declaration) (12/07)

In re River Hawk Aviation, Inc.
Debtor

Case No. _____
(If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I **Calvin Humphrey**, the Secretary of the Corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 9 sheets (*Total shown on summary page plus 1*), and that they are true and correct to the best of my knowledge, information, and belief.

Date 5/18/2011

Signature: s/ Calvin Humphrey

Calvin Humphrey Secretary

[Print or type name of individual signing on behalf of debtor.]

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]